

ANNUAL REPORT



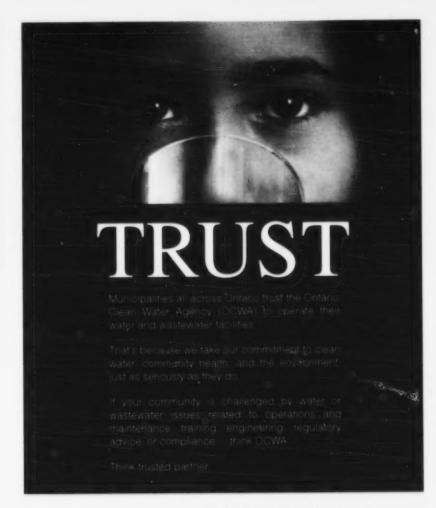








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Ontario Clean Water Agency Agence Ontarienne Des Eaux

Our Vision

To be the most trusted provider of clean water services.

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Our Mission

To demonstrate service excellence to our clients through the delivery of safe, reliable, and cost-effective water and wastewater services.

Our Values

OCWA's values are focused on building TRUST with clients and other stakeholders.

Transparent

Open and honest communication of our business activities

Respectful

Build "ound relationships with our staff, clients, and other stakeholders, by acting responsibly and doing what is right

Understanding

Confidence in the knowledge and ability of our people to meet the challenges of the water and wastewater industry

Safe

Deliver clean water services to protect our employees, the communities we serve, and the environment.

Teamwork.

Work together and share our collective expertise to deliver exceptional results and achieve our mission

Carporate Profile

The Ontario Clean Water Agency (OCWA) provides safe, reliable and cost-effective clean water services to municipalities. First Nations communities, institutions and businesses. OCWA's core business is the operation, maintenance and management (OM&M) of water and wastewater treatment facilities and their associated distribution and collection systems. OCWA also provides a wide range of professional project management, advisory and training services.





OCWA's 15th Anniversary

November 15th marked OCWA's 15th year of providing safe, reliable services to our clients. Over our 15-year history, OCWA staff have responded to numerous challenges, working tirelessly to provide uninterrupted service through both the Ice Storm of Eastern Ontario in 1998 and the Power Outage of 2003 that affected much of Southern Ontario. This commitment to duty was also shown in the provision of the emergency response and restoration of service to the community of Walkerton in 2000 and the recent efforts of our OCWA Emergency Response Teams in restoring confidence in the water supplies of Pikangikum and Foleyet.

To commemorate OCWA's 15th anniversary, OCWA made a \$10,000 donation to the Water for People charity which provides people in developing countries in Central and South America, Africa and Asia with an opportunity to help themselves gain access to water and sanitation.

Partner of Choice for Ontario's Treatment System Owners

OCWA operates more municipal water and wastewater facilities in Ontario than any other operating authority. The Agency has contracts to operate over 500 facilities ranging in size from small wells and lagoons to large-scale urban water and wastewater systems. Municipal clients include townships, towns, cities, counties and regions as well as cross-jurisdictional boards or area systems where water and wastewater services are shared. OCWA also serves a number of First Nations communities, and provides operations and maintenance services to commercial, industrial and institutional facilities.

Efficient and Effective Service Delivery

OCWA provides economies of scale that reduce overall operations and maintenance costs for individual clients. Through a hub/satellite service delivery structure, clients benefit from the sharing of management, administration, operational systems and specialist support services that many of OCWA's clients might otherwise be challenged to afford.

Delivering Complete Water Service Solutions

Beyond OM&M, OCWA offers a complete range of water and wastewater service solutions. These include:

- Project management of infrastructure development and enhancement
- · Major maintenance and minor capital work
- · Services to help meet regulatory requirements
- · Asset management
- · Oversight services
- · Facility assessments
- · Infrastructure financing
- · Technical services

OCWA's operations team is supported by industry experts in the areas of operational compliance, training, procurement, legal services, communications, information technology and systems integration.

Delivering Value to the People of Ontario

Since its inception, OCWA has been a vital resource of the Province of Ontario. OCWA makes public safety and the delivery of safe and reliable water and wastewater services its fundamental objective. By providing system owners a cost-effective choice with respect to the operation of their water and wastewater systems, OCWA helps ensure that all Ontarians have access to a provider of safe and reliable water and wastewater services. This choice is particularly critical for small, rural, and remote communities.

OCWA also provides emergency response services in the event of a provincial drinking water emergency. Specially equipped and trained, OCWA Emergency Response Teams are positioned in key locations across the Province and are able to respond immediately when needed.



Joint Message from the Chair and Tressport & CEC

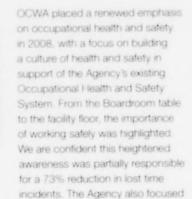


Michael R. Garrett

Crear of the
Board of Directors

We are very pleased to report on the progress the Agency has made in 2008 towards building trusted relationships with our clients, employees and our other stakeholders and in achieving our established financial goals.

We engaged clients in discussions through improved outreach activities. We are using this information to continue to enhance our service delivery model.





Dante Pontone President & CEO

on improving communications between employees and senior management establishing new forums for communications and new tools to gather employee feedback.

OCWA continues efforts to build trust with the public. by being transparent and accountable in our activities, and by demonstrating our commitment to providing safe, reliable and cost-effective water and wastewater services. Although proud of the direct role we play in protecting public health and the environment, OCWA's responsibility does not end there. OCWA is committed to operating in an economically, socially and environmentally responsible manner, while recognizing the interests of our stakeholders in all our business activities. In 2008, the Agency launched its Social Responsibility framework to assist us in integrating social responsibility into our business activities. Specific initiatives include improving our energy efficiency, rightsizing our fleet and working with the Province to explore opportunities to address the shortage of qualified water and wastewater operators.

OCWA also built trust with the Province. Considerable effort was put into supporting the Auditor General's value for money audit of the Ontario Clean Water Agency. The Auditor General concluded that OCWA was doing an adequate job in its delivery of services, and made 9 recommendations to improve the services we provide. OCWA is currently implementing the Auditor General's recommendations to deliver even better value to clients and the people of Ontario.

As with most organizations, the Agency was affected by the global economic downturn that affected market interest rates, commodify prices, and local economies. Despite poorer return on investments, OCWA's fiscal position continued to strengthen. OCWA continues to make steady progress on its business goals, and has met its financial performance targets for 2008. For the 4th consecutive year, the Agency is reporting growth in a number of key indicators including capital revenue, total operations revenue and Gross Margin.

We recognize this new economic reality is having significant ramifications to OCWA's clients. As we establish new strategies to improve service delivery and meet our client's evolving needs. OCWA is mindful of our clients' fiscal challenges, and will strive to provide more efficient and effective service delivery.

OCWA is continuing to implement new information technology solutions to enhance fiscal management and improve operational service delivery and better support our clients' intrastructure planning. In 2008, the Agency's use of Supervisory Control and Data Acquisition (SCADA) technology to monitor and control water and wastewater systems was recognized with two international awards for Best SCADA application as determined by SCADA users in businesses and utilities across North America.

OCWA continues to explore opportunities to improve our service delivery model at every level of the organization to enhance safety, reliability and cost-effectiveness.

As our regulatory environment, economy and clients needs continue to evolve, OCWA is positioning itself as a responsive organization worthy of our clients' trust.

Corporate Governance

The Agency's approach to governance is to conduct its business in a manner that is fair. transparent and accountable to its clients and the government and citizens of Ontario and to continuously improve upon procedures and practices to direct and manage the Agency.

OCWA is an Operational Enterprise Agency of the Province of Ontario established under the Capital Investment Plan Act, 1993 and is accountable to the Legislature through the Minister of the Environment (MOE). The Act sets out OCWA's objects, powers and duties as well as other governing parameters. A Memorandum of Understanding (MOU) with the MOE further clarifies these roles and duties.

Board of Directors

Members of OCWA's Board of Directors are appointed by the Lieutenant-Governor-in-Council. OCWA's Board is made up of qualified independent members and senior executives employed with the Ontario Government. Together, the Board has collective expertise in managing private sector and municipal corporations, including utilities, overseeing various levels of government, and advising on regulatory matters related to the environment and drinking water.

The Board follows best practices in corporate governance including:

- · Comprehensive director orientation
- · Ongoing director education and development.
- · Holding regular in-camera sessions
- · Strategic planning sessions with senior management
- Setting and adhering to a Code of Conduct for the Board

An Audit and Risk Management Committee assists the Board in fulfilling its governance and oversight responsibilities with respect to:

- · Accounting and financial reporting processes
- · Internal financial control structure
- Internal and external audit functions
- · Enterprise risk management systems

Business Planning and Performance Measurement

OCWA's Board sets the Agency's strategic direction, and reviews and approves OCWA's strategic plans, financial reports, and significant business decisions. The Board approves the Agency's Business Plan and related performance targets annually and monitors the achievement of these targets throughout the year. Employee performance plans and appraisals are linked to business plan performance targets.

Accountability

The government and citizens of Ontario hold OCWA accountable in a number of ways, including:

- Reporting requirements for each OCWA-operated facility to clients and the MOE / Local Medical Officer of Health / Ministry of Labour, as appropriate
- Individual facility reports for OCWA-operated municipal water treatment facilities available to the public through OCWA's municipal clients
- An annual report, approved by the Minister of the Environment, tabled in the Provincial Legislature and made available to all Ontarians, either in print or online at www.ocwa.com
- An annual business plan, including performance measures, submitted for approval annually to the Minister of the Environment and every third year to Management Board of Cabinet
- Annual audits of OCWA's financial statements by the Office of the Auditor General and periodic Value for Money Audits
- Public access to Agency records under the Freedom of Information and Protection of Privacy Act

Board of Directors





Michael R. Garrett, Chair



Art Leitch. Vice Chair



Juli Abouchar



John Bergsma

Michael R. Garrett, Chair

Term (as Chair): June 2008 to June 2011

Michael R. Garrett has extensive experience as a senior executive in the public sector.

Mr. Garrett has served in a variety of capacities including. Chief Administrative Officer for the Regional Municipality of York, City Manager for the City of Toronto, Chief Administrative Officer for the Regional Municipality of Peel, Assistant Deputy Minister of the provincial Ministry of Natural Resources, Program Director for the South Nation Basin, and Director of Water Resources with the Metropolitan Toronto and Region Conservation Authority.

Art Leitch, Vice Chair

Term: July 2007 to July 2011

Art Leitch is former President and CEO of Hamilton Utilities Corporation. Prior to this. Mr. Leitch served as General Manager of Public Works for the City of Hamilton, Commissioner with Hamilton Hydro Commission, General Manager of Sarnia Hydro. Senior Vice-President of United Utilities International PLC. and Commissioner of Planning and Public Works for the Region of Halton, Mr. Leitch serves his community as: Vice-Chair for the Board of Directors of the Canadian Automobile Association, Vice-Chair for the Ontario Clean Water Agency, and Chairman of the Advisory Board of Link-Line Group of Companies. Mr. Leitch earned his Master of Environmental Engineering degree from the University of Toronto, and his Master of Business Administration degree from York University.

Juli Abouchar

Term: August 2007 to July 2011

Juli Abouchar, of Toronto, is Partner and Environmental Specialist with Willims & Shier Environmental Lawyers L.L.P. Ms. Abouchar was Assistant Commission Counsel at the Walkerton Inquiry, served on the multi-stakeholder Source Water Protection Implementation Committee and was legal advisor to the Expert Panel on Regulating Safe Drinking Water on First Nations. She practices administrative law before environment and energy tribunals and has published numerous articles. Ms. Abouchar holds a Master of Laws from the University of London, U.K. and a Bachelor of Laws and a Bachelor of Civil Law from McGill University.

John Bergsma

Term: August 2007 to July 2011

John Bergsma, of St. Catharines, is Commissioner of Corporate Services for the Regional Municipality of Niagara. As well. Mr. Bergsma sits on the Boards of St. Catharines Hydro Inc., Horizon Utilities Corp., CFM Corp and Quartet Services Inc. In the past, he was President and Chief Executive Officer of Union Gas Limited and President of Lennox Canada Inc., Massey Ferguson Research Ltd., and Columbus McKinnon Limited. He has served on the University of Waterloo Board of Governors for more than 20 years, and the Boards of the Stratford Festival of Canada, the Ontario Great Lakes Renewal Foundation, the Canadian Urban Institute and various United Ways across Ontario.

Charles Fox

Term: August 2007 to January 2011

Charles Fox, of Thunder Bay, is an Olibway-Cree Anishnawbe from the Bearskin Lake First Nation in northern Ontario. He has spent the last 29 years of his life working and advocating for First Nations people. Over the past two years, Mr. Fox has been retained by the Ministry of Health Promotion as a consultant on aboriginal matters dealing with public health. He is currently developing and delivering Aboriginal specific programs in conjunction with the Ontario Power Authority, Conservation Bureau.

Allan Gunn

Term: July 2007 to July 2010

Allan Gunn is the Assistant Deputy Minister of Corporate Services at the Ontario Ministry of Community Safety and Correctional Services. He is responsible for the corporate leadership of strategic and business planning, controllership and human resource management for an organization of over 16,000 staff with an annual budget of \$1.88. Mr. Gunn has been an executive in the Ontario Public Service for over 20 years including 5 years as Assistant Deputy Minister with the Ontario Ministry of Environment. He is an alumnus of Carleton University, Queen's University, and the Richard Ivey School of Business.

Gino Nicolini

Term August 2007 to August 2010

Gino Nicolini is semi-retired from a career in engineering. Mr. Nicolini has served as: President of Nicolini Construction and Engineering Ltd., President of Val Nicoli Construction Ltd., and Project Engineer of Kilmer Van Nostrand Construction and Engineering Ltd. Mr. Nicolini serves as member of the Landfill and Waste Disposal Regulatory Policy Group of the Public Advisory Committee for the City of Ottawa. His previous contributions include serving as President of the Ottawa-Gloucester Rotary Club and member of the Committee of Adjustment for the City of Ottawa. Mr. Nicolini is a member of the Professional Engineers of Ontario.

Dante Pontone

Term (as Chair): August 2004 to February 2005 Term (as Director): August 2004 to August 2010

Dante Pontone is President and CEO of the Ontario Clean Water Agency. A career public servant, Mr. Pontone started his career with the Ontario Public Service by joining the Ministry of the Environment in 1985. Mr. Pontone joined OCWA when the Agency was first created and is one of the longest serving Officers of the Agency. He has served in a variety of capacities including Chief Information Officer and Vice President of Finance and Corporate Services. Mr. Pontone also served as a member of the Board of Directors for the Walkerton Clean Water Centre and was the Chair of the Centre's Governance and Accountability Committee from 2004 to 2008. Mr. Pontone has been serving as a member of the Agency's Board of Directors since 2003.



Charles Fox



Allan Gunn



Gino Nicolini



Dante Pontone

Cilificans of Packages

Dante Pontone

President and Chief Executive Officer (See biography under Board of Directors)

Dan Atkinson

Vice President, Operations - Southern Ontario

Dan Atkinson assumed his current role in Operations in March 2000. He has been with the Ontario Public Service for over 25 years and joined OCWA at its inception in 1993. One of the Agency's original officers. Dan has served as Corporate Controller and Area Vice President of Operations. Mr. Atkinson is a Certified General Accountant and a Certified Management Accountant. He holds a Bachelor of Commerce degree and a Masters of Business Administration.

Brenda Baker

Vice President, Finance and Corporate Services

Brenda Baker joined OCWA in November 2002. She has over 25 years of financial experience in government including positions with the Ministry of Community Safety and Correctional Services, Ministry of Agriculture and Food and the Auditor General's Office. Ms. Baker is a Chartered Accountant and holds a Bachelor of Commerce degree and a Masters of Business Administration.

Robin Kind

General Counsel and Corporate Secretary

Robin Kind has been a member of the Agency's Legal group since November 1994. Prior to joining OCWA, Ms. Kind spent several years in private practice in Toronto in the areas of corporate, commercial and environmental law. Ms. Kind has held the position of Assistant General Counsel at OCWA since 2000 and was acting General Counsel from May 2003 to May 2005.

Nick Reid

Vice President, Business Development

Nick Reid joined OCWA in February 1995 with 15 years experience in environmental consulting and technical sales. He was instrumental in establishing a client services culture within OCWA and has held progressively responsible positions in Business Development and Operations. Mr. Reid has also served four years as General Manager of the South Peel facilities and two years as Chief Information Officer prior to assuming his current role with Business Development in February 2007. He has been an officer of the company since 2000.

George Terry

Vice President, Operations - Northern Ontario and First Nations Services

George Terry joined OCWA at its inception in 1993.

Throughout his OCWA career, he has held successively more senior positions including Operations Manager. Operations Management Specialist, Vice President of Information.

Technology and Technical Services, Director of Operational Research and Development and Director of Marketing & Sales. He is an active member of the Canadian Water and Wastewater Association and the Ontario Water and Wastewater Works Association.

Sandra Witlarge

Controller, Finance and Corporate Services

Sandra Witlarge joined OCWA in September 2000 as Manager of Budgets and subsequently became Controller in May 2002. Prior to joining OCWA she held various financial positions with a large manufacturing company. Ms. Witlarge is a Certified Management Accountant and a Certified Fraud Examiner and she holds a Bachelor of Administrative Studies degree.

Improving the Client Experience

Engaging Clients

As a service organization, DOWA believes in continuously strengthening relationships with clients. Each year OCWA holds client forums to provide information on the challenges and regulatory changes facing the water industry. These forums are a venue for effective two-way communication with clients and the development of business opportunities to meet their evolving needs. In 2008, DOWA augmented this successful program with the initiation of Advisory Councils for Municipal and First Nations clients.

In 2009, OCWA will continue to strengthen its client service delivery with the launch of a new Client Relationship Management (CRM) system which will facilitate the setting of internal performance expectations to continue to improve client satisfaction levels.

Growing OCWA's Business and Achieving Full Cost-Recovery

New Business Growth

While the Agency fell short of its overall revenue growth target. DCWA achieved growth in the areas of asset management and operational systems support (Supervisory Control and Data Acquisition (SCADA) and Outpost5™ systems), operational training and quality/environmental management services designed to assist water system owners with meeting regulatory requirements.

The provision of services to First Nations communities, primarily through the Federally-funded Safe Water Operations Program (SWOP) continued to be a growth area for the Agency SWOP provides mentoring and assistance to First Nations operators from OCWA's qualified operations staff to build knowledge and operational capacity with respect to water treatment and infrastructure maintenance within their communities.

Fiscal Management and Efficient Service Delivery

In 2006 DCWA continued to implement information technology solutions to enhance fiscal management and improve operational service efficiences. By year end 2008, testing was rear completion for the implementation a CRM system and panning had begun for a Business Intelligence (BI) module to complement OCWAs financial system. While OCWA did not meet its target of full implementation of the CRM and BI systems by year end 2008, implementation of the systems will account in 2009.

in addition. DC.WA continued to invest in enhancing the software component of OCWA's Outpost5 ^{IM} remote monitoring system to increase both the functionality and flexibility of the unit. OCWA continues to complete internal installations while meeting new business opportunities. In 2008 this included providing enhanced automation and monitoring at seven First Nations communities. OCWA will complete planned internal installations of Outpost5 ^{IM} in 2009.



OCWA receives Two International Awards for use of Wonderware on our Outpost 5 System

OCWA was first honoured with the Best SCADA
Application Award from the Wonderware Open
2008 competition. Upon winning this award, OCWA
representatives went on to present at the international
Wonderware conference. OCWA's presentation garnered
the most votes from over 1000 international delegates to
receive the Pinnacle Award for best overall application.

Enterprise Risk Management

In 2008, OCWA initiated the development of a formal Enterprise Risk Management (ERM) program. The intent of this program is to establish an integrated structure and enhanced processes to support the effective management of the full range of risks across the Agency. The Agency extended the traditional negative definition of risk and has broadly defined "risk" as both threats and opportunities.

OCWA defined a practical ERM program framework that combines risk management best practices for both the public and private sectors and incorporates the Agency's existing strategic planning process and management systems. A key component of the system is the utilization of a continuous improvement (plan - do - check - improve) framework which is the basis of the Agency's Quality and Environmental Management System (QEMS) and Occupational Health and Safety System (OHSS).

Utilizing the American Water Works Association (AWWA) best practices, OCWA has adopted four risk categories: Strategic, Operational, Market/Business, and Legal/Regulatory.

Ultimately, the new ERM program will support the Agency in meeting its short- and long-term goals in a responsible and sustainable manner. The program's processes and tools will help the Agency define and track its critical risks, set tolerance levels, raise awareness of internal and external environment/influences and enable management and staff to continue to effectively address current and future challenges and opportunities.



Efficient and Compliant Operations

Meeting Accreditation Requirements

Accreditation requirements for operating authorities under the Drinking Water Quality Management Standard (DWQMS) and licensing of municipal drinking water systems began January 1, 2009. For the past several years, OCWA has been working to ensure that the Agency and its clients are prepared to meet the requirements of accreditation. Preparation activities included the implementation of enhancements to OCWA's QEMS, comprehensive training and the roll out of an operational plan template.

Approximately 162 OCWA-operated municipal drinking water systems will be required to provide copies of their Operational Plans to the Ministry of the Environment - the majority in 2009. A second large group of systems, primarily in the North, will need to be accredited in 2010.

Environmental Compliance

OCWA is in the business of providing water services to protect public health and the environment. The Agency is committed to meeting provincial regulatory standards and improving its compliance record. OCWA monitors its performance in a number of ways including: Provincial Officer Orders (Orders) resulting from MOE inspections. In 2008, OCWA was successful in improving its performance in this area - with the number of Orders resulting from inspection being reduced.

While not necessarily related to operational performance of a facility OCWA operates, the Agency also monitors the number of reportable incidents such as wastewater bypasses, adverse water quality incidents and boil water advisories issued. These are discussed in more detail in the following sections.

Adverse Water Quality Incidents

As part of the day-to-day management of drinking water systems, information is routinely collected and analyzed by municipal and provincial governments. An "adverse water quality incident" (AWQI) is an umbrella term used by the MOE to refer to any unusual test result obtained from municipal or private water systems.

A single adverse water quality incident may not necessarily indicate that drinking water from a system is unsafe - it shows that on at least one occasion, a water quality standard has been exceeded. These range from aesthetic measures, such as taste and smell, to the measurement of the presence of health-related contaminants at a defined point in the treatment process.

The MOE has defined drinking water testing and analysis requirements for drinking water systems. Drinking water tests fall under five broad classifications: Microbiological, Chemical, Radiological, Physical, and Aesthetic.

In 2008, OCWA collected over 600,000 samples at water facilities it operates. As illustrated in the table below, 0.07% of these samples resulted in AWQI. Almost half of these AWQIs relate to small groundwater systems with source water quality challenges.

2008 AWQIs at OCWA-operated facilities by Region

OCWA Region	Northern	Eastern	Western	Waterloo	South Pee
No. of OCWA-operated Drinking Water Facilities	166	82	16	16	2
Microbiological	42	24	4	0	0
Chemical	54	39	4	2	2
Physical	40	13	0	2	0
Radiological	2	0	0	0	0
System/Equipment	26	13	1	12	7
Other'	71	44	1	9	0
Total	235	133	10	25	9

The higher number of AWOIs in Northern Ontains correlates to the higher number of water facilities in this Re in addition, many of the water systems in the Northern and Eastern Regions are small groundwater systems. source water quality challenges.

Boil Water Advisories

From time to time the Local Medical Officer of Health may issue a Boil Water Advisory (BWA) for users of a drinking water system. The extent of restriction on water use depends on the situation and the reason for issuing a BWA.

The following table provides a summary of BWAs at OCWAoperated facilities in 2008. A BWA may be issued if

- A Disinfection Inadequate disinfection or lack of disinfection residual in the treated water
- B Microbiology Unacceptable microbiological quality in the treated water. A BWA may be issued as a precaution while test results are confirmed
- C Epidemiological An outbreak of illness in the community that has been linked to consumption of the water
- D Other Issued in response to low/loss of pressure in the system or permanent boil water advisories for facilities on federal lands with infrastructure issues

2008 Boil Water Advisories at OCWA-operated facilities by Region

OCWA Region	Northern	Eastern	Western	Waterloo	South Pee
No of OCWA operated Drinking Water Facilities	166	82	16	16	2
Reason for BWA					
A-Disinfection	1	-	-	-	2
B-Microbiology	-	2	2	-	-
C-Epidemiological	-	1	-	-	-
D-Other	11	5*	-		-
Total	12	7	2	0	0

Represents permanent bod water advisories that have been in place for facilities in the Kawartha Hub. These facilities are on beleral lands and therefore are outside of provincial jurisdiction. As a best practice OCNAN operates three facilities according to provincial requirements. These facilities are being rebuilt.

The majority of the other category relates to aesthetic parameters

Bypasses at OCWA-Operated Facilities

Bypasses are part of contingency plans for the management of wastewater and as such, many Certificates of Approval for systems specifically include bypass requirements. Facilities are designed to "bypass" in emergency situations where the system receives flows beyond its design capacity.

For the purposes of reporting, there are two types of bypass events. A "Primary Bypass" occurs during a high hydraulic flow event resulting in sewage bypassing all of the plant's biological processes. A "Secondary Bypass" refers to times when sewage solids have been allowed to settle however the plant's more advanced biological processes have been bypassed.

2008 Bypass Events at OCWA-operated facilities

Region	Total No. of Wastewater Facilities	No. of Wastewater Facilities that Bypassed	Type of Bypass	Total No. of Bypass Events
Northern	99	31	Printary Bypass	98
MOLUICITI	93	3	Secondary Bypass	10
Eastern	49	7	Primary Bypass	19
Lasteill	49	3	Secondary Bypass	8
Waterloo	19	.3	Primary Bypass	12
Waterioo	19	2	Secondary Bypass	7
Western	40	3	Primary Bypass	17
Western 40		1	Secondary Bypass	8
South Peel	2	0	Primary Bypass	0
Journ reer	٤.	1	Secondary Bypass	2
			Total	181

The high number of bypass events in Northern Ontano is directly related to the high number of wastewater facilities in this Region.



Self-Initiated Facility Audits

A key element of OCWA's QEMS and Occupational Health and Safety System (OHSS) is OCWA's self-initiated facility audit program. The purpose of the program is to ensure OCWA's standard of operations are being met at all OCWA-operated facilities and identify opportunities for improvement, both from a regulatory/compliance and operational efficiency perspective. Self-initiated facility assessment reviews were conducted for the majority of OCWA-operated facilities (excluding those where a compliance or QEMS audits was performed) and a detailed assessment report developed. Based on each report, an action plan is created of matters to be addressed. In addition, an internal compliance team performed 12 comprehensive compliance audits and 10 QEMS audits.

Occupational Health & Safety

The Agency is committed to providing a safe and healthy workplace for all employees with the goal of zero lost-time incidents. In 2008, OCWA renewed its OHSS and actively promoted awareness and action at every level of the organization. Starting with the Board of Directors, this theme was promoted by senior management with the launch of OCWA's first annual Safety Day and discussed at employee and leadership conferences held throughout the year.

While the Agency did not achieve its goal of zero, significant improvement was made in reducing the number of lost-time incidents by 73% in 2008.

To complement OCWA's commitment to promoting a culture of Occupational Health & Safety, OCWA established two new mandatory training courses for OCWA employees. The OHSS Overview course is a two-day course for all staff which provides information on OHSA requirements and specific roles and responsibilities. The mandatory defensive driving course was established for all staff members who drive on a regular basis as part of work duties. Facilitated by the Transportation Health & Safety Association of Ontario (THSAO), this course reviews the essentials of safe and defensive driving techniques.

Enhance OCWA's Industry Profile

OCWA is actively involved in water industry associations, initiatives and events related to ensuring the safety of water in Ontario. In addition to memberships in the Canadian Water and Wastewater Association (CWWA), Ontario Water and Wastewater Association (OWWA) and Water Environment Association of Ontario (WEAO), the Agency coordinates the work of the Ontario Water Works Research Consortium (OWWRC), which brings University researchers and federal/management provincial government representatives together with municipalities that draw their drinking water from Lake Ontario.

2008 Conference for OCWA's Health & Safety Representatives

OCWA's Health & Safety Representatives (pictured below) from across the Province came together for a two-day conference to learn and share ideas for the continuous improvement of OCWA's Occupational Health and Safety System (OHSS).

Allan Gunn from OCWA's Board of Directors opened the session with a strong message on the Board's commitment and expectations with respect to the health, safety and wellness of everyone at OCWA. Mr. Gunn's message was reinforced by speakers from the Ministry of Labour, the Industrial Accident Prevention Association (IAPA) as well as internal speakers from OCWA's Operations Group and Senior Management Committee.



OCWA Team Wins at Annual Competition

In June 2008, OCWA's competition team, the OCWA Jets, took 2nd place overall at the annual Operations Challenge competition held at the 2008 Water Environment Association of Ontario (WEAO) Conference. The Jets achieved 1st place in the Safety Event, 2nd place in the Process Event, and the Pump Maintenance event, and 3rd place in the Collection event.

Together with the 1st place team from Durham Region, the OCWA Jets went on to compete at the annual Water Environment Federation's Annual Technical Exhibition and Conference (WEFTEC). The Jets placed 14th in Division 2 at this international challenge.



Empowering Employees to Succeed

OCWA operates in a highly specialized industry that requires a skilled and knowledgeable workforce to deliver value to clients, adhere to regulatory obligations and to achieve organizational goals. The Agency continues its efforts to retain and attract experienced water and wastewater professionals, who are committed to high-quality performance and who are current on new innovations in industry best practices and treatment technologies.

Culture of Performance

As part of its annual business planning process, the Agency establishes key commitments to meet overall organizational strategies. The Agency's plan, commitments and performance measures are articulated to all employees and are the basis for development of departmental plans and individual performance plans.

In 2009, the Agency will renew its performance measurement system with an emphasis on implementing outcome-based key performance indicators that measure day-to-day performance through a balanced scorecard approach as well as achievement of business plan initiatives. Organizational performance will be shared with employees on a quarterly basis.

OCWA's Code of Business Conduct

Formally launched in 2008, OCWA's Code of Business Conduct re-emphasizes the importance of OCWA's values and existing policies and procedures. The Code sets out the standards of conduct that apply to all OCWA employees, including managers and the members of OCWA's Board, with respect to work environment, business practices and relationships with OCWA's stakeholders.

All OCWA employees and members of OCWA's Board of Directors are expected to be familiar with and comply with the Code thereby demonstrating our collective resolve to do the right thing, make good business decisions and be the most trusted provider of clean water services.



Employee Conferences

In addition to participating in facilitated workshops to help develop new strategies and improve the Agency, employees took part in team building events.

Engaging Employees

In 2008, the Agency held three employee conferences to engage employees and inform them about OCWA's business priorities, and to facilitate employees' input in the development of new strategies for the continuous improvement of the organization. In addition, these sessions provided an opportunity for senior management to nurture a health and safety-minded culture.

Approximately 260 employees participated in the 2008 sessions and additional sessions are planned for 2009.

Leadership Development

The Agency continues its efforts to attract, retain and develop people with the aptitude and abilities to meet current and future organizational needs. OCWA's management participate in a custom-designed leadership development program, delivered by the York-Schulich School of Business. New program offerings that build individual core competencies are planned for 2009.

OCWA has developed a Succession Management Program to develop and nurture the skills of employees identified as having the potential to pursue the key position of operations manager. This program evolved in 2008 with the introduction of a mentorship program.

Delivering Value to the Province

Supporting the Water and Wastewater needs of First Nations Communities

As part of the federally-funded SWOP program, OCWA has been contracted to provide oversight services to mentor, assist, and train First Nations operators on the operation and maintenance of their water treatment systems. The ultimate goal of this three-year program is to build knowledge and operational capacity with respect to water treatment and infrastructure maintenance within these communities. In addition, OCWA has provided operational training courses for First Nations operators directly through SWOP and the Province's mandatory drinking water certification courses.

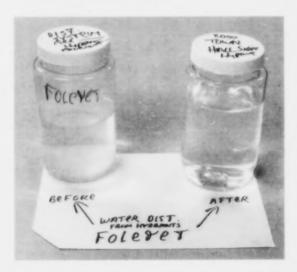


OCWA Attends Anishinaabeg Kakenwaydemiwatch Nepi Grand Opening

In July 2008, OCWA representatives attended the Anishinaabeg Kakenwaydemiwatch Nepi (AKN) Grand Opening in Dryden, Ontario. This organization is a unique collaboration between Pwi-Di-Goo-Zing Ne-Yaa-Zhing Advisory Services, Anishinaabeg of Kabapikotawangag Resource Council, and Keewaytinook Okimakanak Tribal Council which provides certified operational staff to the SWOP initiative in delivery of the program.

OCWA Teamwork Returns Potable Water to the Town of Foleyet

In April 2008, members of OCWA's Emergency Response Teams (OERTs) and staff from OCWA's North East Ontario (NEO) Hub responded to a request for help from the Town of Foleyet. As a result of the team's combined knowledge, experience and dedication, potable water was returned to the people of Foleyet thus ending a boil water advisory that had been in place for 5-months.



Prepared to Respond to Water-Related Provincial Emergencies

Through a funded partnership with the Ministry of the Environment, OCWA provides emergency response services in the event of a drinking water emergency. To ensure preparedness, five regional OCWA Emergency Response Teams were established for rapid deployment in an emergency situation at any water facility in the province. These teams are specially equipped, trained, and tested to ensure an efficient and effective response to emergency situations. In 2008, OCWA's Emergency Response Teams were deployed to restore potable water in the Town of Foleyet.

Water is Life

This simple yet powerful statement underscores the activities and values of the Ontario Clean Water Agency in how our daily business activities have a direct connection to public health and the environment. OCWA employees operate and maintain systems that deliver safe drinking water to people across Ontario and help support our business and industries. Our employees also oversee the systems that treat the wastewater that people and businesses produce.

OCWA's Commitment

Although we are proud of the direct role we play in protecting public health and the environment, OCWA's commitment does not end there. OCWA has always prided itself on being a responsible corporate citizen. To help us be more strategic about how we demonstrate this commitment, in 2008 the Agency established a Social Responsibility Framework based on the Industry Canada's Corporate Social Responsibility (CSR) Implementation Guide. This framework involved:

- · an assessment of OCWA's current business activities and outreach activities
- the development of an overall CSR strategy and mandate
- · the development and review of commitments through the Agency's normal business planning process
- a process to evaluate and improve upon the Agency's challenges and successes

The goal of this framework is to improve the integration of economic, social, and environmental considerations in the Agency's business activities. Internal programs are being launched and specific initiatives were included in OCWA's 2009 Business Plan to improve energy efficiency, fleet management and explore opportunities to address the shortage of qualified water and wastewater operators in the Province. These items were selected from a decision matrix that considered a variety of opportunities for their relevance and impact to the Agency, its employees, clients and the communities and public we serve.

Supporting the Communities in Which We Live, Work and Play

OCWA has a long tradition of contributing to the communities we serve. We conduct facility tours for community groups and schools to educate them about treatment processes, and the impacts user actions have on their systems. We are active participants in community events including drinking water festivals, plowing matches and charity fundraising activities. OCWA is supportive of the volunteer efforts of our staff - from volunteer firefighting to involvement in youth sports.



OCWA participated in the Town of Amherstburg's Municipal Day showcasing municipal services to the public

Community Involvement

Throughout the year, OCWA participates in events in the communities in which we live and work. From Children's Water Festivals to municipal service showcases, OCWA proudly works to increase public awareness of OCWA's services and role in protecting public health and the environment.

Each year, OCWA employees raise funds to help to improve lives and build strong and healthy communities by supporting local, provincial and national charities. As an organization, OCWA coordinates fundraising activities in support of United Way and the Federated Health Charities that funds 16 Ontario health charities.

Supporting Research and Innovation in the Water and Wastewater Industry

The Agency supports research and development relating to water and wastewater treatment. One example is OCWA's work as part of various research consortiums, involving municipal, provincial and federal governments and Ontario universities, the goal of which is to better understand source water protection and the effects of wastewater treatment. OCWA is an active participant in industry conferences and has presented several papers on topics ranging from operational best practices to operator incentive programs.

Supporting Career Development of Ontario's Youth

OCWA actively supports youth employment and educational initiatives and mentoring through various programs. With Ontario colleges and universities, we connect students to Co-op Job placements and internships. The Agency also invites youth to learn about water careers through participation in Ontario Public Service programs like the Summer Experience Program, and Passport to Prosperity. OCWA's environmental Entrance Scholarship for First Nations Students and our Environmental Second-year Scholarship provide financial awards for students who are planning an environmental career.



Peel Charity Golf Tournament

With support from a matched donation, OCWA's 2nd Annual South Peel Charity Golf Tournament raised \$27,000 in support of the Trillium Cardiac Health Centre Foundation.





Greening OCWA's Fleet

In 2008, Hybrid vehicles were added to OCWA's fleet of service vehicles. As part of OCWA's commitment to reducing its carbon foot print, more environmentally friendly vehicles will join OCWA's fleet as existing vehicles are replaced. Each vehicle replacement will be based on a careful assessment of available options, life-cycle costing, fuel efficiency, and working requirements.

Performance Measurement

OCWA uses a results-based planning approach to performance measurement to ensure OCWA's projects and processes are consistent with the Agency's strategic direction. OCWA's Senior Management and the Board of Directors monitors the implementation of the commitments set out in the Agency's business plan and success in achieving related performance measures through regular quarterly reporting.

In addition to performance goals stated in the business plan, OCWA monitors other key performance indicators (KPIs) for both day-to-day operations to fulfill our business commitments (operational efficiency and financial performance) and meet our public mandate objectives (protection of human health and the environment).

OCWA's 2008 performance is discussed in the Activities and Accomplishments, 2008 section of this annual report and in the Summary of Performance for 2008 Activities and Performance by the Numbers sections on the following pages:

The Agency is committed to expanding its performance measurement system by implementing more outcome-based key performance indicators that measure day-to-day performance. In addition OCWA will, where available, benchmark its own performance against similar water industry results.





Summary of Performance for 2008 Activities

✓ Achieved

X Not Achieved

Deferred to 2009

Improving the Client Experience

- ✓ Continue to hold Client Information Forums to provide education on water/wastewater industry and regulations
- ✓ Obtain clients opinions through Municipal and First Nations advisory councils

Staying Abreast of Industry Changes

✔ Present at industry events and coordinate/maintain research projects of the Ontario Water Works Research Consortium

Growing OCWA's Business and Achieving Cost Recovery

- X Achieve net business growth target across market sectors
- ✓ Analyze opportunities to deliver existing products outside of Ontario

Efficient Service Delivery

✓ Implement organizational efficiencies based on corporate and operational service delivery reviews

Enhance capabilities of OCWA's Outpost 5 remote monitoring and control system by integrating new off-the-shelf software in OCWA's northern region.

Implement additional modules of enterprise resource planning (ERP) system (client relationships module (CRM) and business intelligence (BI) module

✔ Develop energy management risk assessment to determine OCWA's and clients' exposure to anticipated volatility for electricity pricing

Meet Compliance Obligations

- ✓ Implement Drinking Water Quality Management Standard
- ✓ Continue to improve OCWA's record of environmental compliance
- X Target zero lost time incidents
- ✓ Enhance OCWA's Occupational Health and Safety System to help prevent workplace injury

Managing Organizational Risk

- ✓ Develop and implement an enterprise risk management (ERM) framework
- ✓ Develop comprehensive code of conduct for all employees

Engaging Employees

- ✓ Enhancing the Agency's employee recognition program
- ✔ Develop an Employee Conference
- ✓ Implement OCWA ideas forum, a virtual suggestion box on OCWA's intranet

Leadership Development

- Continue to implement OCWA succession management program to prepare employees to fill key positions within the Agency
- ✓ Implement OPS talent management program within OCWA
- Continuation of OCWA's leadership program to help OCWA's current and future management to develop their leadership competencies

Prepared to Respond to Water-Related Provincial Emergencies

✓ All Emergency Management Program plans reviewed and annual test conducted

Enhancing Corporate Social Responsibility

✓ Develop an Agency Social Responsibility (SR) program and identify SR opportunities that are consistent with OCWA's business goals

Although OCWA achieved growth, the Agency did not meet established targets

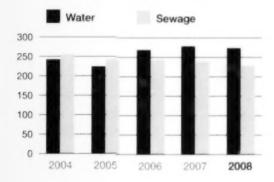
Minor roll-out delays experienced to accommodate obligations to install Outpost units as part of new clients, agreements

Significant improvement was made in reducing the number of lost-time incidents from 15 in 2007 to 4 in 2008.

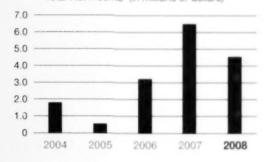
Performance by the Numbers

Business Performance

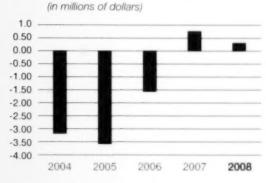
Number of OCWA Operated Facilities



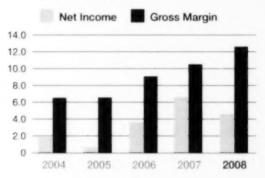
Total Net Income (in millions of dollars)



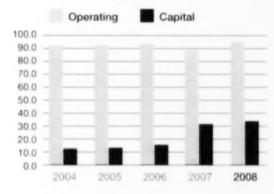
Net Income OCWA Business Stream



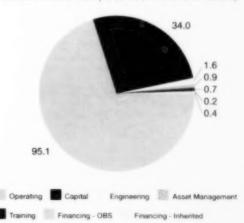
Net Income and Gross Margin (in millions of dollars)



Gross Revenue from Operations (in millions of dollars)

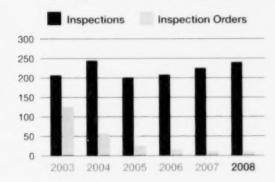


Total 2008 Revenue by Source (in millions of dollars)

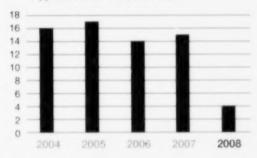


Compliance Performance

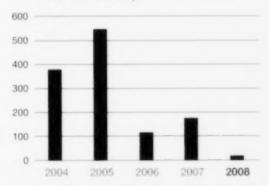
Provincial Officers' Orders issued as a result of MOE inspections of an OCWA-operated facility



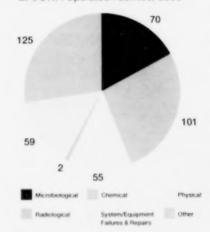
Occupational Health & Safety Approved Lost -Time Incidents



Occupational Health & Safety Total Lost -Time Days

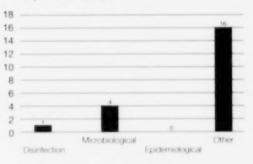


Types of Adverse Water Quality Events at OCWA Operated Facilities, 2008



The presence of an AWQI does not mean that water is unsafe. If reflects there is an exceedance that may pose a potential problem if left unabated.

2008 Boil Water Advisories at OCWA -Operated Facilities



Disinfection inadequate disinfection or disinfection residual in the

Microbiological. May only be an indicator of adverse water quality. A boil water advising may be issued as a precaution while test results

Epidemiological Epidemiological evidence that suggests dirrking water is responsible for an outbreak

Other Represents box water advisories that may have been issued as a precautionary measure due to low/luss of pressure in the system, and some permanent boil water advisories issued for facilities outside of Provincial jurisdiction. As a best practice OCWA operates according to provincial requirements. These facilities are being rebuilt.

In 2009 and beyond, OCWA will continue to build relationships with clients, employees. and business partners and achieve full costrecovery on the Agency's business activities through business growth and service delivery enhancements. The Agency's key initiatives for 2009 include:

Client Service Delivery

The Agency will continue to gather client input on OCWA's services and service delivery and to seek their advice on areas for improvement. In addition, the Agency will launch a new Customer Relations Management system and set internal performance expectations with a goal of further improving client satisfaction.

To assist clients in these challenging economic times, the Agency will take a more rigorous approach to capital planning to assist clients to maximize capital investments in their systems. OCWA's renewed process will provide a five-year plan with advice on system enhancements for operational efficiencies and improved performance.

Business Growth and Financial Performance

In addition to pursuing business growth in OCWA's core business area - water and wastewater operations, maintenance, and management, the Agency will focus on expanding its market share for non-O&M services, including:

- · Ancillary distribution services such as flushing & swabbing and leak detection programs
- · Operational systems support, Supervisory Control and Data Acquisition (SCADA) and Outpost5™ systems
- Asset management and work maintenance systems

As an efficient service provider and a fiscally responsible organization, the Agency will implement financial constraints and reduce discretionary spending during this period of economic uncertainty.

Operational Performance

The Agency is committed to the goal of continuous performance improvement in all of its business activities. In 2009, the Agency will:

- · Renew its performance measurement system with an emphasis on implementing outcome-based key performance indicators that measure day-to-day performance
- Consistently meet public health & environmental regulatory requirements
- Strengthen the Agency's internal reporting requirements and develop a standardized approach to sharing and implementing operational best practices across the Agency
- Continue to review its internal systems and processes to effect cost-savings and service efficiencies

Occupational Health & Safety

In 2009, OCWA will continue to ensure its goal of preventing health and safety incidents in the workplace are met by enhancing its existing Occupational Health & Safety System programs:

- Implementing mandatory minimum standards for Personal Protective Equipment (PPE)
- Reviewing, improving and/or introducing new Standard Operating Procedures (SOPs)
- · Continuing to provide management and staff with reinforcement training on the Occupational Health & Safety Act

In keeping with the Government of Ontario/Ministry of Labour's new Safe at Work compliance strategy, OCWA's OHS efforts are focused on maintaining/improving the health and safety culture of the workplaces to best ensure that OCWA's workers return home to their families each day safe and sound.







Empowering Our Workforce

As part of the Agency's overarching goal to make OCWA an employer of choice, the Agency will continue to develop employee competencies through the delivery of its leadership development and succession management programs. In addition, the Agency will continue to hold both leadership and employee conferences to engage employees and to inform them about business initiatives and achievements and foster their input in the development of new strategies and the continuous improvement of the organization.

Public Mandate

The Agency will maintain its preparedness activities to be ready to provide assistance to Ontario municipalities and First Nations communities in the event of a drinking water emergency.

Through OCWA's Social Responsibility Framework, the Agency will seek to develop awareness of its carbon footprint. In addition, the Agency will work with communities to increase public understanding of OCWA's role in protecting public health and the environment and make useful information available to the public on the protection and conservation of Ontano's water resources.

Management and the Board of Directors are responsible for the financial statements and all other information presented in this annual report. The financial statements have been prepared by management in accordance with generally accepted accounting principles and, where appropriate, include amounts based on management's best estimates and judgements.

The Ontario Clean Water Agency is dedicated to the highest standards of integrity in its business. To safeguard assets, the Agency has a sound set of internal financial controls and procedures that balance benefits and costs. Management has developed and maintains financial and management controls, information systems and management practices to provide reasonable assurance of the reliability of financial information in accordance with the bylaws of the Agency. Internal audits are conducted to assess management systems and practices and reports are issued to the Senior Management Committee and the Audit and Risk Management Committee.

The Board of Directors ensures that management fulfills its responsibilities for financial information and internal control. The Board of Directors meets quarterly to oversee the financial activities of the Agency and to review the financial statements and annually to review the external auditor's report thereon, and recommend them to the Minister of Environment for approval.

The Auditor General has examined the financial statements. The Auditor General's responsibility is to express an opinion on whether the financial statements are fairly presented in accordance with generally accepted accounting principles. The Auditor's Report outlines the scope of the Auditor's examination and opinion.

Dante Pontone

President and Chief Executive Officer

Brenda Baker

Vice President, Finance and Corporate Services

Financial Discussion

Earning Trust, Demonstrating Fiscal Responsibility

2008 was a year of modest success for OCWA in a tumultuous economic environment. As with most organizations during this period, the Agency was impacted by economic factors such as reduced market interest rates and the general downturn in the global economy. However, due to the impressive results reported on our operations, OCWA's fiscal position continues to strengthen. For the 4th consecutive year, the Agency is reporting growth in a number of key indicators including capital revenue, total operations revenue and gross margin.

Since its inception, a significant portion of the Agency's income has related to the interest earned from the portfolio of loans that were inherited from the government. In 2005, senior management set a goal of eliminating reliance on interest earned on the inherited portfolio and committed to full-cost recovery on OCWA's business activities by the 2008 fiscal year. A new measure was defined: OCWA Business Stream Net Income, which includes income from utility operations and interest arising from the balances of cash and term investments, but excludes interest on the inherited portfolio.

In pursuing this goal, OCWA adopted a three-pronged strategy which included:

- the transitioning of functions such as training and asset management from cost centres into profit centres,
- identification of new revenue streams such as distribution services, and
- the restructuring of administrative service delivery across
 the Agency, including the foundational step of implementing
 an integrated financial system to better support the tracking
 and billing of services and the reporting of results

As reported at the end of 2007, OCWA achieved this target one year ahead of schedule. In 2008, although negatively impacted by the reduction in interest rates on its bank balances and other short term investments, the favourable results from our operations has enabled us to achieve this goal once again. This strategy continues to deliver positive results by supporting

OCWA's managers and front-line staff in delivering services that meet or exceed client needs while driving efficiency throughout the organization.

Balance Sheet

OCWA's Balance Sheet continues to show the fiscal stability of the Agency through a strong asset position and the absence of long-term debt. Total Assets at December 31, 2008 were \$213.6 million, representing an increase of \$5.1 million or 2.4% since December 2007. The balance of Retained Earnings at December 2008 was \$87.3 million which represents an increase of \$4.58 million or 5.5% from December 31, 2007 and a 16.2% increase over the balance at the end of 2005 when the Agency intensified its focus on improving the gross margin and achieving efficiencies through the streamlining of administrative service delivery.

Revenues

OCWA's revenues from its core operations business grew by almost \$9.4 million or 7.8% over 2007, exceeding the planned revenue amount by almost \$17 million. This increase was due, in large part, to an increase in capital projects carried out during the year, as well as consumer price index (CPI) adjustments that are incorporated into operating agreements with clients. This impressive growth in capital and miscellaneous services has occurred in spite of the global economic downturn that has been occurring since the latter half of 2008. This situation has had an influence on investment decisions by clients regarding the timing of capital upgrades to facilities. This is believed to be a factor in the deferral of several engineering projects, resulting in OCWA reporting a reduction of \$86,000 or 5% in engineering fees from 2007. In contrast, revenues from OCWA's new Asset Management group rose by \$725,000 or 400% over those reported in 2007.

Expenses

OCWA's operations and maintenance contracts include provisions for annual increases based on the Ontario CPI. Although costs for staff salaries and most services and commodities purchased by OCWA rose at rates that were consistent with the increase in the CPI rate, there were exceptions. Shortages of ferrous chloride, a by-product in the production of steel, led to significant increases in the price as well as some challenges with availability. These shortages were due to cutbacks in steel production in response to dramatic reductions in sales of automobiles and other consumer goods. Where feasible, OCWA staff mitigated this situation by switching to alternate process chemicals. In addition, volatility in the price for fuel impacted the cost of OCWA's fleet of operational vehicles.

Investment Income

The volatility of global interest rates experienced during the latter part of 2008 has presented significant challenges to our financing activities. Steep declines in market interest rates, particularly in the last quarter of 2008, have had a significant impact on OCWA's investment income, both from its inherited loan portfolio as well as its bank deposits and short term investments. In the fall of 2007 when OCWA was developing its 2008 business plan, overnight bank rates were averaging 4.5%. Based on rate forecasts by the major banks, OCWA anticipated total financing income for 2008 to be \$8.0 million, \$5.9 million of which related to our inherited portfolio.

Although rates remained fairly stable for the first half of 2008, by the middle of the year, issues such as the sub-prime mortgage situation in the United States precipitated reductions in market interest rates across North America. The major banks in Canada began to forecast declines in Canadian rates, however as late as August, 2008, rates were expected to remain at 3.0% for the balance of the year. The actual declines that occurred were much more significant than initial forecasts had predicted. By the end of 2008, the overnight rate had dropped to 1.50% with further reductions expected.

In response to these market forces, the Agency acted to mitigate the impact of the change in interest rates. The largest portion of our portfolio is comprised of the \$120 million loan to Infrastructure Ontario. Interest on that loan is tied to market rates and adjusted quarterly, and is therefore outside of OCWA's control. The actual interest income on this portion of our investment portfolio fell short of the planned amount by more than \$1.2 million. For the balance of the Agency's portfolio, investments were restructured to maximize return, and in so doing, limited the loss to approximately \$363,000. In taking these steps, OCWA ensured that it adhered to the provisions of our enabling legislation on the types of financial instruments into which the Agency may invest. As a result of these actions, the Agency has effectively limited its exposure to the unprecedented low interest rates that are expected to continue throughout 2009.



Office of the Auditor General of Ontario Bureau du vérificateur général de l'Ontario

Auditor's Report

To the Ontario Clean Water Agency, the Minister of the Environment and to the Minister of Finance

I have audited the balance sheet of the Ontario Clean Water Agency as at December 31, 2008 and the statements of income and retained earnings and cash flows for the year then ended. These financial statements are the responsibility of the Agency's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with Canadian generally accepted auditing standards. Those standards require that I plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In my opinion, these financial statements present fairly, in all material respects, the financial position of the Agency as at December 31, 2008 and the results of its operations and its cash flows for the year then ended in accordance with Canadian general accepted accounting principles.

Toronto, Ontario March 13, 2009 Jim McCarter, CA Auditor General Licensed Public Accountant

As at December 31, 2008

(in thousands of dollars)	2008	2007
Current assets		
Cash and short-term investments	26,250	46,178
Accounts receivable, net		
Municipalities and other customers (note 2d)	24,261	23,848
Ministry of the Environment	374	380
Goods and services tax receivable	1,894	1,429
Prepaid Expenses	2,951	3,153
Current portion of investments receivable:		
Water and wastewater facilities (note 2e)	1,097	1,232
Facilities under construction (note 2h)	457	164
Note receivable	0	203
	57,284	76,587
Non-current assets		
Investments in term deposits (note 2f)	26,000	0
Investments receivable for water and wastewater facilities (note 2e)	6,249	7,356
Investments receivable for facilities under construction (note 2h)	23	0
Loan receivable - Infrastructure Ontario (note 2j)	120,000	120,000
Fixed assets, net (note 3)	4,009	4,542
	156,281	131,898
Total Assets	213,565	208,485

See accompanying notes to financial statements

As at December 31, 2008

(in thousands of dollars)	2008	2007
Current liabilities		
Accounts payable and accrued liabilities	17,494	18,634
Current portion of employee future benefits (note 7a)	2,568	2,848
	20,062	21,482
Long-term liabilities		
Municipal contributions payable (note 2i)	257	252
Employee future benefits (note 7a)	9,932	8,244
	10,189	8,496
Equity of Ontario		
Contributed surplus (note 5b)	96,047	95,820
Retained earnings	87,267	82,687
	183,314	178,507
Contingencies (note 6)		
Total Liabilities and Equity	213,565	208,485

See accompanying notes to financial statements

On behalf of the Board

Director Director

For the Year Ended December 31, 20

(in thousands of dollars)	2008	2007
Utility Operations Revenues		
Utility operations	130,072	119,987
Fees	2,390	2,314
Total Operating Revenues	132,462	122,301
Operating Expenses		
Salaries and benefits (note 7a and note 7b)	55,892	50,948
Other Operating expenses	75,730	71,011
Amortization of fixed assets	2,187	1,650
Total Operating Expenses	133,809	123,609
Net Loss – Utility Operations	(1,347)	(1,308)
Financing Revenues		
Interest from investments, loans receivable and facilities under construction (note 2)	9) 6,036	8,017
Total Financing Revenues	6,036	8,017
Financing Expenses		
Interest and loan administration expenses	49	92
Amortization of fixed assets	60	60
Total Financing Expenses	109	152
Net Income - Financing	5,927	7,865
Net Income for the Year	4,580	6,557
Retained Earnings, Opening Balance	82,687	76,130
Retained Earnings, Ending Balance	87,267	82,687

See accompanying notes to financial statements

For the	Period	Ended	December	31.	2008
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(in thousands of dollars)	2008	2007
Cash provided by (used for) Operating activities		
Net Income	4,580	6,557
Items not affecting cash		
Amortization of fixed assets	2,247	1,710
	6,827	8,267
Changes in non-cash operating working capital		
Accounts receivable	(872)	(2,297)
Note receivable	203	C
Prepaid Expenses	202	237
Accounts payable and accrued liabilities	(1,140)	2,386
Provision for restructuring costs	0	(172)
	(1,607)	154
Net cash flows from operating activities	5,220	8,421
Financing Activities		
Increase in term deposits	(26,000)	C
Decrease in investments receivable for water and wastewater facilities	1,242	3,399
(Increase) decrease in investments receivable for facilities under construction	(316)	1,077
Increase (decrease) in municipal contributions payable	5	(19)
Increase in future employee benefits payable	1,408	317
Decrease in note receivable	0	8
Changes in contributed surplus	227	(52)
Net cash flows from financing activities	(23,434)	4,730
Fixed assets – acquired	(1,714)	(1,590)
(Decrease) increase in Cash	(19,928)	11,561
Cash and Short-Term Investments, Opening Balance	46,178	34,617
Cash and Short-Term Investments, Ending Balance	26,250	46,178

Notes to the Financial Statements

General

The Ontario Clean Water Agency (The "Agency") was established on November 15, 1993, under the authority of the Capital Investment Plan Act, 1993 (the "Act").

In accordance with the Act, the Agency's objectives include:

- assisting municipalities to provide water and wastewater services on a cost-recovery basis by financing, planning, developing, building and operating such works and services;
- · financing, building and operating water and wastewater facilities on behalf of Ontario on a cost-recovery basis; and
- providing these services to protect human health and the environment, encouraging conservation of water resources and supporting Provincial policies for land use and settlement.

The Agency is exempt from Federal and Provincial income taxes.

1. Significant Accounting Policies

These financial statements are prepared in accordance with Canadian generally accepted accounting principles as prescribed by the Canadian Institute of Chartered Accountants. Included below are those accounting policies that are of significance to the Agency.

(a) Cash and Short-Term Investments

Cash and short-term investments are highly liquid investments with original maturities due within one year.

(b) Fixed Assets

Major capital expenditures with a future useful life beyond the current year are capitalized at cost.

Fixed assets are being amortized as follows:

Furniture and fixtures 5 years
Automotive equipment 4 years
Computer hardware 3 years
Computer software 2 years
Machinery and equipment 5 years
Financial information system 7 years

Leasehold improvements Life of the lease

(c) Revenue Recognition

Revenue on contracts with clients for the operation of water and wastewater treatment facilities based on a fixed annual price is recognized in equal monthly amounts as earned.

Revenue on contracts with clients based on the recovery of costs plus a percentage markup or recovery of costs plus a fixed management fee is recognized at the time such costs are incurred.

Revenue for additional work for clients outside the scope of the operations and maintenance contract, such as capital repairs on equipment, is recognized when the costs are incurred, and normally includes a pre-determined markup on cost.

(d) Financial Instruments

A financial instrument is an asset or liability that will ultimately be settled in cash.

All financial instruments are classified into one of the following five categories: held-for-trading, held-to-maturity, loans and receivables, available-for-sale financial assets, or other financial liabilities. Initial and subsequent measurement and recognition of changes in the value of financial instruments depends on their initial classifications. At the Agency, the following classifications have been made:

- Cash and short-term investments are classified as held-for-trading and consists of highly liquid investments, including deposit certificates of up to one year, that can be readily converted into cash.
- Accounts Receivable are classified as loans and receivables, and are valued at face value because they are due within
 one year.
- Term deposits are classified as a held-to-maturity investments and are valued at face value. Accrued interest is recorded in accounts receivable and net income.
- Investments Receivable for water and wastewater facilities are classified as loans and receivables, are initially measured at fair market value and subsequently valued at amortized cost using the straight line amortization method. Amortization is charged to the Statement of Income and Retainer Earnings.
- The Loan Receivable from Infrastructure Ontario is classified as an available-for-sale financial asset and is valued at face value, which is essentially the same as fair market value because of the nature of variable-rate financial instruments.
- Accounts payable and accrued liabilities are classified as other financial liabilities and are recorded at face value because they are due within a year.

(e) Use of Estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires that management make estimates and assumptions that affect the reported amounts of assets and liabilities as at the date of the financial statements and the reported amounts of revenues and expenditures for the period. Actual amounts could differ from these estimates.

2. Financial Instruments

(a) Fair Value

The fair values of financial assets and liabilities, together with the carrying amounts shown in the balance sheet, are as follows:

	31 Dec	ember 2008
(in thousand of dollars)	Carrying Amount	Fair Value
Cash and Short-Term Investments	26,250	26,334
Accounts Receivable	26,529	26,529
Investments in Term Deposits	26,000	27,370
Investments Receivable	7,826	8,959
Loan Receivable-Infrastructure Ontario	120,000	120,000
Accounts Payable and Accrued Liabiliti	es 17,494	17,494

2. Financial Instruments (cont'd)

The fair value has been calculated by discounting the anticipated cash flows by an interest rate based on the government bond yield curve as at December 31, 2008 plus an adequate constant credit spread for municipalities.

(b) Credit Risk

The carrying value of financial assets represents the maximum exposure to credit risk as at December 31, 2008, as follows:

(in thousand of dollars)
26,250
26,529
26,000
7,826
120,000

(c) Interest Rate Risk

The agency is subject to interest rate risk on the following financial assets:

(in the	Amount busand of dollars)	Interest Rate	Maturity
Infrastructure Ontario	120,000	variable	Mar. 2023
Cash	16,250	variable	
Short-Term Investments	10,000	2.55 - 2.90%	MarDec. 2009
Term Deposits	26,000	4.21 - 4.25%	Dec. 2010

Had interest rates been 1% higher (lower) throughout 2008, Financing Income would be \$1.7 million higher (lower).

(d) Accounts Receivable Municipalities and Other Customers

The Agency is not exposed to significant credit risk as receivables are due from municipalities and payment in full is usually collected. Credit rating reviews are performed for non-municipal clients.

The aging of accounts receivable as at December 31, 2008 was as follows:

	(in thousands of dollars)
Not past due	17,518
Past Due 31-60 days	1,778
Past Due 61-90 days	41
Past Due 91-120 days	1,342
Past Due 121-150 days	860
More Than 151 days	4,047
Accounts Receivable (Gross)	25,586
Allowance for Doubtful Accounts January 1, 2008	799
Increase in Allowance during 2008	526
Allowance for Doubtful Accounts December 31, 20	008 1,325
Total Net Accounts Receivable Municipalities	
and Other Customers	24,261

(e) Investments Receivable for Water and Wastewater Facilities

These investments represent the outstanding principal portion of amounts receivable from clients for capital expenditures undertaken by the Agency on their behalf, and recoverable operating costs, if any, not billed.

The investments receivable are supported by agreements that bear interest at rates between 5.32% and 10.52%. Scheduled principal repayments of the investments are as follows:

	6,249
Adjustment to Amortized Cost	119
	6,130
Less: Current portion	1,097
	7,227
Thereafter	2,954
2013	815
2012	813
2011	786
2010	762
2009	1,097
(12 Months Beginning January)	(in thousands of dollars)

2. Financial Instruments (cont'd)

In August of 1999, the Agency entered into a loan agreement to finance the construction of a water pipeline, which was completed in May 2000. The outstanding loan balance including accumulated interest was \$18.6 million at December 31, 2005. The loan agreement specified that repayment would be through sales of water, rather than according to a predetermined schedule. As of December 31, 2008, no principal or interest payments have been made. Currently, the pipeline and the payments of the outstanding loan is the subject of ongoing discussions amongst various levels of government. Given the significant uncertainty regarding future water sales, the Agency has recognized the loan as fully impaired and accordingly the loan amount of \$18.6 million has been reflected in an allowance for loan impairment. Commencing with the date the loan was classified as impaired (January 1, 2006), the Agency ceased accruing interest revenue which as at December 31, 2008 totaled \$4.2 million.

Other than as described in this note, there are no other provisions established for investment receivables.

(f) Investments in Term Deposits

The Agency has invested \$26 million in term deposits with rates ranging from 4.21% to 4.25% which have a 2 year term.

(g) Financing Revenue

Financing revenue is broken down as follows:

(in thouse	nds of dollars)	
(a) Interest from Cash and Short-Term Investments	1,365	
(b) Interest from Investment Receivable	563	
(c) Interest from Investment in Term Deposits	115	
(d) Interest from Loan Receivable-Infrastructure Ontario	3,993	
Total	6,036	

(h) Facilities Under Construction

Facilities under construction represent water and wastewater facilities or major capital improvements to existing facilities that have been undertaken by the Agency on behalf of its clients.

(i) Municipal Contributions Payable

At December 31, 2008, the Agency held funds on behalf of the municipalities amounting to \$0.3 million (2007 - \$0.3 million). These funds are included in cash and short-term investments.

(i) Loan Receivable - Infrastructure Ontario

The Agency has a loan of \$120 million with Infrastructure Ontario, an agency of the provincial government, which matures on March 1, 2023. The interest on the note is paid quarterly, with a rate set at four basis points below the average monthly Canadian Dollar Offered Rate. The market value of the note approximates cost.

(k) Other

Other than as described in these notes, the Agency is not exposed to any additional currency, liquidity or other price risk on its financial instruments.

3. Fixed Assets

(in thousands of dollars)	Cost	Accumulated Amortization	Net Dec. 31, 2008	Net Dec. 31, 2007
Furniture and Fixtures	1,762	1,550	212	283
Automotive Equipment	222	155	67	22
Computer Hardware	8,183	7.237	946	1,175
Computer Software	4,594	4,146	448	442
Machinery and Equipment	751	470	281	147
Financial Information System	1,958	338	1,620	1,302
Leasehold Improvements	6,720	6,285	435	1,171
	24,190	20,181	4,009	4,542

4. Lease Commitments

Annual lease payments under operating leases for rental of office equipment, premises and vehicles in aggregate are as follows:

2,448
2,069
1,791
926
199
7,433

5. Equity Of Ontario

(a) Available Capital

During the last several years, the Agency has been moving towards full cost recovery in its water and wastewater operations.

The Agency works closely with the Province, its sole shareholder, regarding the investment of its large amount of capital resources, including the \$120 million variable-rate interest rate loan to Infrastructure Ontario and its cash balance and investments in term deposits of \$52 million. The Province has considerable influence on the use of these resources.

5. Equity Of Ontario (cont'd)

(b) Contributed Surplus

When the Agency was first established, the opening contributed surplus was received from the Province of Ontario in the form of the book value of net assets in excess of obligations assumed.

The adjustments to the opening balance relate to repairs and maintenance, legal costs and the write off of provincial assistance advances that were agreed to prior to the establishment of the Agency. Recoveries of past charges to contributed surplus are reflected as an increase to contributed surplus. The funds committed for such repairs and maintenance are spent on various undertakings, the largest of these undertakings has a spending limit of \$7.5 million for capital repairs as approved by the Agency's Board of Directors. Of the \$7.5 million approved, a cumulated \$6.0 million has been spent. On other undertakings, a cumulated \$5.7 million has been spent.

(in thousands of dollars)	December 31, 2008	December 31, 2007
Opening balance, January 1	95,820	95,872
Adjustments to opening balance	227	(52)
	96,047	95,820

6. Contingencies

The Agency is the defendant in a number of lawsuits. Most of these claims are covered by insurance after the application of a deductible, ranging from \$5,000 to \$100,000, depending on when the event giving rise to the claim occurred and the nature of the claim. The outcome of the lawsuits cannot be determined at this time. Losses, if any, will be accounted for in the period of settlement. The Agency's insurers have denied coverage with respect to several related multi-million dollar lawsuits in which the Agency has been named as a defendant by the same plaintiff. These lawsuits are currently being held in abeyance and it is believed that the Agency's exposure is significantly less than the amounts claimed, although the exact amount of the Agency's exposure cannot be determined at this time. In the event the litigation proceeds, the Agency's exposure will need to be reevaluated periodically.

7. Related Party Transactions

(a) Non-Pension Employee Future Benefits

The Agency is responsible for its accrued legislated severance, unpaid vacation, and workers compensation obligations.

The costs of these employee future benefits have been estimated at \$12.5 million (2007 - \$11.1 million) of which \$2.6 million has been classified as current liability. The amount charged to the income statement in 2008 was \$1.9 million (2007 - \$1.4 million) and is included in salaries and benefits expense in the Statement of Income and Retained Earnings.

Included in employee future benefits is an estimated workers compensation obligation in the amount of \$2.5 million (2007 - \$1.6 million). This amount has been determined from the most recent available actuarial calculations provided by the Workplace Safety and Insurance Board (WSIB) as at December 31, 2007.

It is management's opinion that the balance at December 31, 2008 will not be materially different. Adjustment to the estimated WSIB obligation cumulative balance, if any, will be made in the year the actual balance is provided by WSIB.

The cost of other post-retirement, non-pension employee benefits is paid by the Province and therefore is not included in the financial statements.

(b) Pension Plan

The Agency provides pension benefits for all its full-time employees through participation in the Public Service Pension Fund (PSPF) and the Ontario Public Service Employees' Union Pension Fund (OPSEU Pension Fund) that are both multiemployer defined benefit pension plans established by the Province of Ontario. These plans are accounted for as defined contribution plans, as the Agency has insufficient information to apply defined benefit accounting to these pension plans. The Agency's contribution related to the pension plans for the period was \$2.5 million (2007 - \$2.3 million) and is included in salaries and benefits in the Statement of Income and Retained Earnings.

(c) Other

As a result of the relationship of the Agency with the Province, the following related party transactions exist:

- (i) The Agency received revenue of \$2.8 million (2007 \$2.3 million) from the Ontario Realty Corporation for water and wastewater treatment services OCWA provided. The services were provided at competitive rates similar to those of other OCWA clients.
- (ii) The Agency received revenue of \$2.6 million (2007 \$1.9 million) from the Ministry of the Environment for water and wastewater treatment services OCWA provided. The services were provided at competitive rates similar to those of other OCWA clients.
- (iii) The Agency has a \$120 million loan receivable with Infrastructure Ontario, as described in note 2 (j).
- (iv) The Agency relies on the Province to process its payroll and administer it benefits, and to obtain some internal audit and legal services. The Province absorbs some of these administrative costs.

8. Reclassification

Some of the prior year numbers have been reclassified to conform with the current year presentation.

9. Future Accounting Pronouncements

An exposure draft has been issued to replace Canadian Generally Accepted Accounting Principles with International Financial Reporting Standards (IFRS) for most publicly accountable enterprises. The exposure draft proposes that IFRS be effective for fiscal years commencing on or after January 1, 2011. In February 2009, the Public Sector Accounting Board issued an Invitation to Comment on the financial reporting to be used by government organizations. It is anticipated that the results of the invitation to comment will determine whether or not the Agency will be considered a publicly accountable enterprise and be required to adopt IFRS standards.

10. Salaries

The Public Sector Salary Disclosure Act, 1996 requires disclosure of Ontario public-sector employees paid an annual remuneration in excess of \$100,000. The salary portion of an individual's compensation includes base salary, overtime payments, vacation/lieu time payouts, and incentive and/or lump sum merit payments. Listed below - by name, position, salary paid and taxable benefits - are those within OCWA whose salary exceeded \$100,000 for the year 2008.

Name	Position	Salary Paid	Other Benefits
Atkinson, Daniel	Vice-President, Operations, Southern Ontario	136,234.47	231.04
Baker, Brenda	Vice-President, Finance and Corporate Services	128,195.41	231.04
Cameron, Janice	Director, Human Resources	109,901.28	186.38
Cameron, Kirk	Director, Information Technology	107,233.78	191.36
Clappison, Stephen	Shift Engineer	101,574.19	150.84
Dormer, Robert	Project Manager	116,029.79	191.94
Edwards, David	Regional Manager, South Peel	111,069.85	193.56
Ethier, Marc	Regional Manager, Waterloo	114,229.51	193.56
Fernandes, Mervyn	Shift Engineer	101,144.89	150.84
Jenkins, Robert	Project Manager	109,129.21	191.94
Kempenaar, Gary	Regional Manager, Operational Efficiency		
	and Innovation	113,176.63	193.56
Kind, Robin	General Counsel	203,639.44	341.58
Komulainen, Ilmari	Regional Manager, Eastern Region	111,069.85	193.56
Love, Steven	Legal Counsel	118,221.67	212.10
Matson, David	Management Support, Training and Process	101,583.28	181.70
McCully, David	Project Manager	109,092.76	167.47
Mollard, Beverly	Regional Manager, Western Region	100,520.82	177.67
Pontone, Dante	President/CEO	182,733.72	294.60
Reid, Nicholas	Vice-President, Business Development	128,004.15	222.31
Rinas, Wilhelm	Assistant General Counsel	163,687,47	292.07
Rooplal, Prem	Manager, Accounting and Finance	105,126.65	183.23
Terry, George	Vice-President, Operations, Northern Ontario		
	and First Nations	128,811.80	225.37
Thompson, John	Director, Engineering Services	113,851.80	203.91
Valickis, Andy	Project Manager	114,604.92	191.94
West, Philip	Assistant Shift Engineer	103,960,60	142.20
Williams, Gordon	Regional Manager, Northern Region	114,229.51	193.56
Witlarge, Sandra	Corporate Controller	110,535.34	186.38
Witte, Ralph	Manager, Business Process Engineer	104,864.69	182.66











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